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WOLFE, YOUNG, O'BAKER & COMPANY *Accountants & Tax Consultants*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 30, 1999

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Captivating Effects Interior Design, Inc.

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-04/19/00--01037--008
*****70.00 *****70.00

To Whom It May Concern:

Enclosed please find \$70.00 check for Filing Fees (\$35.00) and Registered Agent Designation (\$35.00) for the proposed incorporation of the above referenced company.

Also enclosed are two sets of notarized Articles of Incorporation and Certificate of Resident Agent.

Should you have any questions, please do not hesitate to call this office.

Very truly yours,

WOLFE, YOUNG, O'BAKER & COMPANY



(computer signed to avoid delay)

Robert W. Wolfe

RWW/aln
Enclosures
cc: Sherry Grace

F. ONE

APR 24 2000

***Articles of Incorporation
of
Captivating Effects Interior Design, Inc.***

Article I – Name

The name of the corporation is: Captivating Effects Interior Design, Inc.

Article II – Duration

This corporation shall exist perpetually.

Article III – Purpose

This corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

Article IV – Capital Stock

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Shares."

Article V – Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which she already holds, shall have the right to purchase her pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

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Article VI – Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: 109 Cumberland Circle East, Longwood, Florida 32779, and the name of the initial registered agent of this corporation at that address is: Sherry Grace

Article VII – Initial Board of Directors

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time as permitted by the By-Laws, but shall never be less than one (1). The name and address of the Initial Director is: Sherry Grace, 109 Cumberland Circle East, Longwood, Florida 32779.

Article VIII – Incorporator

The name and address of the person signing these Articles of Incorporation is: Sherry Grace, 109 Cumberland Circle East, Longwood, Florida 32779.

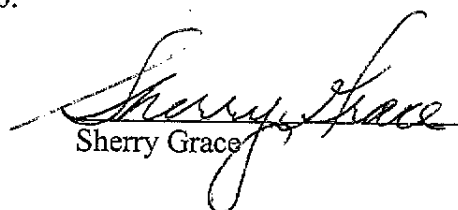
Article IX – Initial Officers

The names and addresses of initial officers shall be Sherry Grace, 109 Cumberland Circle East, Longwood, Florida 32779, President, Secretary and Treasurer.

Article X – By-Laws

This corporation reserves the right to amend or repeal any provision contained in these articles of Incorporation or any amendment hereto, and the bylaws of the corporation when adopted, and any right conferred upon the shareholders is subject to this reservation.

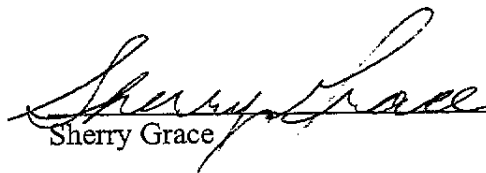
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 3 day of Feb A.D., 2000.


Sherry Grace

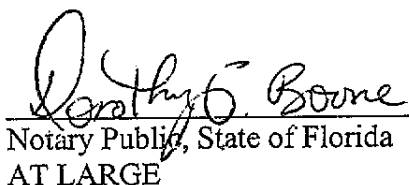
STATE of FLORIDA

COUNTY OF SEMINOLE :

BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County to take oaths and acknowledgments, personally appeared, Sherry Grace, well-known to me, who, after first being duly sworn by me, deposes and states that she is the person named in the above and foregoing "Articles of Incorporation," she has read same over carefully, completely and thoroughly, and that to the best of Affiant's knowledge, information and belief, all of the matters, facts and statements set forth therein are all true, accurate and correct.


Sherry Grace

SWORN and SUBSCRIBED to before me this 3rd day of FEBRUARY A.D., 2000.


Notary Public, State of Florida
AT LARGE

My Commission Expires: (N.P. Seal)



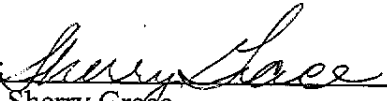
State of Florida
Department of State

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE AND NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED

The following is submitted in compliance with Section 48.091, Florida Statutes.


Captivating Effects Interior Design, Inc., a corporation organized under the laws of the State of Florida, with its principal office at: 109 Cumberland Circle East, Longwood, Florida 32779, has named Sherry Grace of 109 Cumberland Circle East, Longwood, Florida 32779, as its Agent to accept service of process within this State.

Captivating Effects Interior Design, Inc.

BY: 
Sherry Grace

ACCEPTANCE

Having been named to accept service of process for the above-stated corporation, at the designated place in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Sherry Grace

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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